

# Exhibit 20

**UNANIMOUS WRITTEN CONSENT  
OF THE  
BOARD OF DIRECTORS  
OF TELADOC, INC.**

The undersigned, being all of the members of the Board of Directors (the “*Board*”) of Teladoc, Inc., a Delaware corporation (the “*Company*”), acting by written consent without a meeting pursuant to Section 141(f) of the Delaware General Corporation Law, do hereby consent to the adoption of the following preambles and resolutions and direct that this consent be filed with the minutes of the proceedings of the Board:

**2017 Annual Meeting and Proxy Statement**

**WHEREAS**, the Board has previously approved and adopted various matters relating to the 2017 Annual Meeting (the “*Annual Meeting*”) of the stockholders of the Company;

**WHEREAS**, the Board has determined that it is advisable and in the best interests of the Company and its stockholders to approve certain additional matters in respect thereof and to amend certain other matters in respect thereof;

**Redacted for Responsiveness**

**RESOLVED, FURTHER**, that the form, terms and provisions of the 2017 proxy statement of the Company relating to the Annual Meeting, substantially in the form of the draft thereof dated March 20, 2017 (the “*Proxy Statement*”), be, and it hereby is, approved, with such modifications, amendments or changes thereto as the Company’s Chief Legal Officer may approve, such approval, and the approval thereof by the Board, to be conclusively established by the filing and distribution of the Proxy Statement; and

**RESOLVED, FURTHER**, that Company’s Chief Legal Officer be, and he hereby is, authorized, empowered and directed to cause the Proxy Statement and such other proxy materials relating to the Annual Meeting as may be required by the Company’s by-laws, the Securities Exchange Act of 1934, as amended, and other applicable laws and regulations to be filed with or delivered to the Securities and Exchange Commission, as applicable, and distributed to stockholders in connection with the Annual Meeting.

**Redacted for Responsiveness**

**Enabling Resolutions**

**RESOLVED, FURTHER**, that the President and any Vice President of the Company (each, an “*Authorized Officer*”), and each of them acting singly hereby is, authorized, empowered and directed to do and perform, or cause to be done and performed, in the name and on behalf of the Company, as the case may be, all such acts and to (i) execute and deliver all such documents and instruments; (ii) make and effect all such filings, applications and registrations; and (iii) take such actions as each such Authorized Officer deems necessary or advisable to carry out the intent and purposes of the foregoing resolutions, such determination to be conclusively evidenced by the performance of such acts and delivery of such documents and instruments; and

**RESOLVED, FURTHER**, that any action previously taken by an Authorized Officer or his or her designee in furtherance of the intent and purposes of the foregoing resolutions and all other actions incidental thereto be, and hereby are, ratified, confirmed and approved by and in the name of the Company; and

**RESOLVED, FURTHER**, that this Unanimous Written Consent may be signed in two or more counterparts, each of which shall be deemed an original, and all of which shall be deemed one instrument.

*[Signature Page Follows]*

**IN WITNESS WHEREOF**, the undersigned, being all of the members of the Board, do hereby execute this Unanimous Written Consent on the dates set forth opposite each such undersigned's name.

Dated: March 21, 2017

Jason Gorevic  
Jason Gorevic (Mar 21, 2017)

Jason Gorevic

Dated: March 21, 2017

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David B. Snow, Jr.

Dated: March 21, 2017

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Helen Darling

Dated: March 21, 2017

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Martin R. Felsenthal

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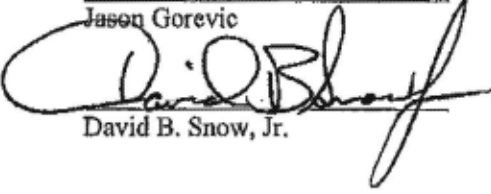
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